

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA**

Case No. 9:22-cv-81310-AMC

GERARDO MALDONADO JR.,  
Derivatively on Behalf of Nominal Defendant  
THE GEO GROUP, INC.,

Plaintiff,

v.

GEORGE C. ZOLEY, BRIAN R. EVANS,  
ANNE N. FOREMAN, DUANE HELKOWSKI,  
RICHARD H. GLANTON, JOSE GORDO,  
SCOTT M. KERNAN, GUIDO VAN  
HAUWERMEIREN, CHRISTOPHER C.  
WHEELER, JULIE MYERS WOOD, J. DAVID  
DONAHUE, ANN M. SCHLARB, and DAVID  
VENTURELLA,

Defendants,

and

THE GEO GROUP, INC.,

Nominal Defendant.

**THE GEO GROUP'S NOTICE OF COMPLIANCE WITH  
ORDER REQUIRING NOTICE OF DISMISSAL TO SHAREHOLDERS**

Nominal Defendant The GEO Group, Inc. ("GEO") hereby respectfully provides notice of compliance with this Court's October 22, 2024, Order Requiring Notice of Dismissal to Shareholders [ECF No. 46] (the "Notice Order"), and states as follows:

1. On October 21, 2024, the parties filed their joint Stipulation and Proposed Order of Dismissal [ECF No. 45] (the "Stipulation of Dismissal"). In the Stipulation of Dismissal, the parties noted that the court-approved settlement in the case of *Zhang v. Zoley, et al.*, No. 9:21-cv-

82061 (S.D. Fla.), fully released all of the claims in this action.

2. In the Notice Order, this Court noted that Federal Rule of Civil Procedure 23.1 provides that notice of a voluntary dismissal of a shareholder derivative action “must be given to shareholders or members in the manner that the court orders.” This Court ordered that notice of the dismissal of this action be given to GEO’s shareholders and that the parties file proof of such notice on the docket on or before December 3, 2024.

3. On November 12, 2024, GEO provided notice to its shareholders via filing the Form 10-Q (the “Form 10-Q” attached hereto as Exhibit A) with the U.S. Securities and Exchange Commission pursuant to the reporting requirements of Section 13(a) of the Securities Exchange Act of 1934 (the “Exchange Act”), 15 U.S.C. § 78m. Pursuant to Item 103 of Regulation S-K adopted under the Exchange Act, 17 C.F.R. § 229.103, and the form requirements of Form 10-Q, 17 C.F.R. §§ 240.13a-13 and 249.308a, this notice is contained in Part II, Item 1 of the Form 10-Q (“Legal Proceedings,” appearing on page 53 of Exhibit A), and states as follows:

Following mediation, the *Zhang* parties reached an agreement to resolve all derivative claims with the Company agreeing to adopt certain corporate governance policies. On September 6, 2024, the *Zhang* court entered an Order Approving Final Settlement and Final Judgment. The approval of the settlement by the *Zhang* court released all of the claims asserted in the Fang and Maldonado complaints as well. Thus, the Fang parties and the Maldonado parties have all agreed to dismissals with prejudice of those respective derivative actions. **By this filing, the Company hereby provides notice of the respective parties’ intent for those derivative actions to be dismissed with prejudice.**

(emphasis added).

4. Undersigned counsel for GEO consulted with plaintiff’s counsel prior to providing notice, and plaintiff’s counsel agreed that this form of notice to GEO’s shareholders is appropriate and complies with Rule 23.1.

5. GEO also has posted a copy of the Form 10-Q on the Investor Relations page of GEO's website. <https://investors.geogroup.com/news-events-reports/sec-filings>

6. Therefore, GEO respectfully requests that this Court dismiss the action, with prejudice and with each party to bear its own fees and costs, pursuant to the Stipulation of Dismissal.

Dated: November 18, 2024

Respectfully submitted,

**KING & SPALDING LLP**

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***Counsel for Defendant The GEO Group, Inc.***